

## DRAFT

**DECISION No.1 of the Ordinary General Meeting of Shareholders of TERAPLAST SA,  
dated 07<sup>th</sup> of December 2015**

Pursuant to the provisions of Art.111 in Law 31/1990 on companies as subsequently amended, the provisions of the Articles of Incorporation of **TERAPLAST S.A** the provisions of Law No. 297/2004 as well as the Regulation CNVM No.1/2006, as subsequently amended by Regulation CNVM nr.31/2006, the **Ordinary General Meeting of the Shareholders of TERAPLAST S.A. Company**, headquartered in Bistrita, "Teraplast Industrial Park", DN 15A, km 45+500, postal code 427298, Bistrita-Nasaud County, registered with the Trade Registry Office under number J06/735/1992, having the Fiscal Registration Code CUI RO 3094980, held on **07<sup>th</sup> of December 2015** at the headquarter of the Company, at 16:00 PM, with a quorum of \_\_, \_\_% of the total 288.875.849 voting rights according to the 288.875.880 shares issued by Company TERAPLAST S.A., representing a total number of \_\_\_\_\_ votes expressed,

**DECIDES****On the items on the AGENDA, as follows:**

1. Approves of the distribution of retained earnings composed of retained earnings of the financial year 2014 amounting to 8.874.589,00 lei, to "Other reserves".

**Structure of the vote:** \_\_, \_\_% for, \_\_, \_\_% against, \_\_, \_\_% abstaining

2. Establishes the registration date which serves to identify the shareholders who will be affected by the decisions adopted by the Ordinary General Meeting of Shareholders. The date is December the 23rd 2015.

**Structure of the vote:** \_\_, \_\_% for, \_\_, \_\_% against, \_\_, \_\_% abstaining

3. Approves the date of December the 22<sup>nd</sup> 2015 as „ex date”, respectively the date previous to the registration date when the financial instruments, subject of the decision of the corporate bodies, are transacted without the rights resulting from such decision, pursuant to art. 2 letter f) of Regulation No. 6/2009 regarding the exercise of certain rights of the shareholders within the general assemblies of the trading companies, amended and completed by Regulation no. 13/2014 regarding the amendment and completion of certain regulations issued by the Security National Board (herein referred to as **Regulation CNVM nr. 6/2009**).

**Structure of the vote:** \_\_, \_\_% for, \_\_, \_\_% against, \_\_, \_\_% abstaining

4. Empower the Chairman of the Board of Directors, Mr. Dorel Goia to sign for and on behalf of all shareholders present at the assembly, the Decision of the Ordinary General Meeting of the Shareholders.

**Structure of the vote:** \_\_, \_\_% for, \_\_, \_\_% against, \_\_, \_\_% abstaining

5. Empower the legal adviser, Mrs Diana Pavel, identified by ID series X.B. nr. 285285, issued by the Police Department of Bistrita on 07.10.2009, to accomplish all formalities regarding registration of the Decision of OGMS.

**Sediul central:**

Parc Industrial Teraplast,  
DN 15A, km 45+500  
Cod. 427298, Jud. Bistrita-Nasaud  
Tel. 0263-238202, Fax. 0263-231221  
www.teraplast.ro

at the Trade Register of Bistrita-Nasaud Law Court and to publish such decision in the Official Gazette of Romania, Part IV.

**Structure of the vote: \_\_, \_\_% for, \_\_, \_\_% against, \_\_, \_\_% abstaining**

This decision was drafted and signed today, the 07<sup>th</sup> of December 2015 in five (5) copies, of which 2 (two) copies to the Company and three (3) copies to be submitted to the Trade Registry Office of the Bistrita Nasaud Law Court.

## **Chairman of the Board of Directors**

**Dorel Goia**

## **Legal adviser**

**Diana Pavel**